

April 15, 2005

BY HAND DELIVERY

Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
c/o Natek, Inc.
236 Massachusetts Avenue, NE, Suite 110
Washington, DC 20002

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APR 15 2005

Federal Communications Commission
Office of Secretary

Re: **WC Docket No. 05-92, ITC-ASG-20050304-00128, ITC-ASG-20050304-00129**
– *In the Matter of ATX Communications, Inc., Transferor, and Leucadia National Corporation, Transferee, Application for Section 214 Authority to Transfer Control of Domestic and International Section 214 Authorizations –*
Section 1.65 Update to Application

Dear Ms. Dortch:

ATX Communications, Inc. ("ATX"), by its undersigned counsel, and pursuant to Section 1.65 of the Commission's Rules, hereby updates the above-referenced combined international and domestic Section 214 application filed with the Commission on March 4, 2005, by ATX and Leucadia National Corporation. Specifically, by this letter, ATX notifies the Commission that a Second Amended Joint Plan of Reorganization was recently filed with the Bankruptcy Court ("Second Amended Plan"). The Second Amended Plan does not change any elements of the transaction described in the above-referenced application, but does alter some terms of exit financing the reorganized company is to receive. The Bankruptcy Court approved the Second Amended Plan on April 13, 2005.

Kindly date-stamp the enclosed extra copy of this filing and return it in the envelope provided. Please direct any questions regarding this filing to the undersigned.

Respectfully submitted,

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List ABCDE



Troy F. Tanner

Special Counsel to ATX Communications, Inc.

Ms. Marlene H. Dortch, Secretary

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